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MAY 08 2001

May 3, 2001

Ms. Deena Sheppard-Johnson
Enforcement Specialist
U.S. Environmental Protection Agency
Region 5
77 West Jackson blvd.
Chicago, IL 60604

Re: The Chemical Recovery Systems Site, Elyria, Ohio
Bucyrus International Inc. Response

Dear Sheppard-Johnson:

Enclosed is an original of Bucyrus International Inc.'s response to the above-referenced matter.

Please contact me should you have any questions.

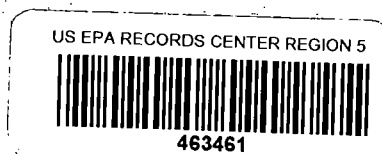
Very truly yours,



Jennifer Drury Buzecky

JDB/chj
Enclosure

cc: Ms. Lynne Day (w/o encl.)
Mr. Thomas Nash, EPA (w/encl.)



680740.1



Bucyrus International, Inc.
P.O. Box 500 • 1100 Milwaukee Avenue
South Milwaukee, Wisconsin, 53172-0500, USA
(414) 768-4000 • Fax: (414) 768-4474

VIA FEDERAL EXPRESS

Ms. Deena Sheppard-Johnson, SR-6J
Remedial Enforcement Support Section
United States Environmental Protection Agency
Region 5
77 West Jackson Blvd
Chicago, IL 60604-3590

April 27, 2001

Re: The Chemical Recovery Systems Site, Elyria, Ohio
General Notice of Potential Liability and
Request for Information ("March 2, 2001 Letter")

Dear Ms. Deena Sheppard-Johnson:

Pursuant to the U.S. EPA's March 2, 2001 Letter and Whyte Hirschboeck Dudek S.C.'s April 3, 2001 Letter to U.S. EPA, Bucyrus International, Inc., (formerly known as Bucyrus-Erie Company) responds to the U.S. EPA's Request for Information.

Bucyrus International, Inc. (the "Company"), formerly known as Bucyrus-Erie Company, was incorporated in Delaware in 1927. The Company was a wholly-owned subsidiary of B-E Holdings, Inc. "Holdings" until December 14, 1994, when Holdings was merged with and into the Company pursuant to the terms of the Second Amended Joint Plan of Reorganization of B-E Holdings, Inc. and Bucyrus-Erie Company under Chapter 11 of the Bankruptcy Code, as modified December 1, 1994. We are not aware whether the U.S. EPA filed a proof of claim to preserve its rights, if any, with respect to the Chemical Recovery Systems Site.

Although Whyte Hirschboeck Dudek S.C. did not represent the Company in those bankruptcy proceedings, we would be happy to assist U.S. EPA in verifying whether U.S. EPA filed a proof of claim in the 1994 bankruptcy proceedings. We would also appreciate if U.S. EPA could provide Bucyrus with additional information concerning the time frame in which the U.S. EPA obtained knowledge that remedial work beyond the July 12, 1983 Consent Decree would be required for the Chemical Recovery Systems Site. Please inform us whether this request must be made by a formal Freedom of Information Act Request, or whether this information can be obtained informally by less burdensome means.

The following responds to U.S. EPA's March 2, 2001 Request for Information:

1. **Identify all persons consulted in the preparation of the answers to these questions.**
Ms. Lynne M. Day – Corporate Legal Coordinator
Mr. Gerald R. Spindler – Safety and Environmental Manager
Mr. Pete Golden – Manager of Plant Engineering
Mr. Ralph J. Perry – Traffic Manager
Ms. Kathy A. Urick – Assistant to Ms. Lynne Day
Mr. Charles M. Murray – Manager of Human Resources

2. **Identify all documents consulted, examined, or referred to in the preparation of the answers to these questions and provide copies of all such documents.**

The Company reviewed its database for records both on-site and in storage to answer the questions posed herein. This search included both environmental and shipping records. Documents responsive to U.S. EPA's Request for Information are enclosed herein and are specifically identified in the appropriate answers.

3. **If you have reason to believe that there may be persons able to provide a more detailed or complete response to any question or who may be able to provide additional responsive documents, identify such persons.**

The only persons that the Company knows of who may be able to provide a more detailed or complete response to any question or who may be able to provide additional responsive documents are identified in the documents enclosed identified as Exhibits A-M. None of the persons identified in the documents identified as Exhibits A-M are current Company employees. The Company is aware of the address of the following three former employees: Eugene Rogowski, 4009 English Avenue, Erie, PA 16510 (retired) and Donald J. Chludzinski, 4620 Vanessa Lane, Erie, PA 16506 (retired) and Dennis Strawderman, 17324 Radcliffe Place Drive, Wildwood, MO 63025.

4. **List the EPA Identification Numbers of the Respondent.**

The EPA Identification Number for Bucyrus International, Inc.'s South Milwaukee facility is WID 006076129. The EPA Identification Number for Bucyrus-Erie's former Erie, PN facility was PAD 005028733.

5. **Identify the acts or omissions of any person, other than your employees, contractors, or agents, that may have caused the release or threat of release of hazardous substances, pollutants, or contaminants and damages resulting therefrom at the CRS Site.**

Individuals and companies which are associated with the CRS Site and of which the Company has knowledge are identified in the documents enclosed and attached hereto as Exhibits A-C; provided however, that shipments in documents in Exhibits A and B which are shown as consigned to the CRS Site on September 16, 1980 and November 3, 1980, respectively, are shown by the April 21, 1981 document identified as Exhibit E as being disposed of at Chemical Recovery Systems, Inc., 36345 Van Born Road, Romulus, Michigan, 48174.

6. **Identify all persons including respondent's employees, who have knowledge or information about the generation, use, treatment, storage, disposal, or other handling of material at or transportation of materials to the Site (operating as Obitts Chemical Company or Chemical Recovery Systems, Inc., at 142 Locust Street, Elyria, Ohio).**

The only persons that the Company knows of who may have knowledge regarding the CRS Site are identified in the documents enclosed identified as Exhibits A-C. None of the persons identified in the documents identified as Exhibits A-C are current Company employees. The Company is aware of the address of the following three former employees: Eugene Rogowski, 4009 English Avenue, Erie, PA 16510 (retired) and Donald J. Chludzinski, 4620 Vanessa Lane, Erie, PA 16506 (retired) and Dennis Strawderman, 17324 Radcliffe Place Drive, Wildwood, MO 63025.

Bucyrus-Erie's Erie, Pennsylvania operations were closed in 1984 and the business was sold, including certain real estate associated therewith, in March of 1985. Individuals and companies which are associated with the CRS Site and of which the company has knowledge are identified in the documents enclosed and attached hereto as Exhibits A-C; provided however, that shipments in documents in Exhibits A and B, which are shown as consigned to the CRS Site on September 16, 1980 and November 3, 1980, respectively, are shown by the April 21, 1981 document in Exhibit E as being disposed of at Chemical Recovery Systems, Inc., 36345 Van Born Road, Romulus, Michigan, 48174.

7. Describe all arrangements that Respondent may have or may have had with each of the following companies and persons:

- a) Obitts Chemical Company
- b) Russell Obitts
- c) Chemical Recovery Systems, Inc.
- d) Peter Shagena
- e) James Freeman
- f) James "Jim" Jackson
- g) Donald Matthews
- h) Bob Spears
- i) Bill Bromley
- j) Carol Oliver
- k) Nolwood Chemical Company, Inc.
- l) Art McWood
- m) Chuck Nolton

- n) Michigan Recovery System, Inc.
- o) Chemical Recovery Systems of Michigan

Because Bucyrus Erie's Erie, PA plant was sold in 1985, the Company has no knowledge of information responsive to Question 7 except for information contained in the documents which are enclosed and attached hereto as Exhibits A-M; provided however, that shipments in documents in Exhibits A and B, which are shown as consigned to the CRS Site on September 16, 1980 and November 3, 1980, respectively, are shown by the April 21, 1981 document in Exhibit E as being disposed of at Chemical Recovery Systems, Inc., 36345 Van Born Road, Romulus, Michigan, 48174.

8. Set forth the dates during which the Respondent engaged in any of the following activities:

- a) generation of hazardous materials which were sent to the CRS Site;

Generation dates are unknown; however, copies of documents evidencing the transportation of materials to the CRS Site are enclosed and attached hereto as Exhibits A-C; provided however, that shipments in documents in Exhibits A and B which are shown as consigned to the CRS Site on September 16, 1980 and November 3, 1980, respectively, are shown by the April 21, 1981 document in Exhibit E as being disposed of at Chemical Recovery Systems, Inc., 36345 Van Born Road, Romulus, Michigan, 48174.

- b) transportation of any material to the CRS Site.

To the best of the Company's knowledge, it never transported any materials to the CRS Site.

9. Identify all persons, including yourself, who may have arranged for disposal or treatment, or arranged for transportation for disposal or treatment, of materials, including, but not limited to, hazardous substances, at the CRS Site. In addition, identify the following:

- a) The persons with whom you or such other persons made such arrangements;
- b) Every date on which such arrangements took place;
- c) For each transaction, the nature of the material or hazardous substance, including the chemical content, characteristics, physical state (e.g., solid, liquid), and the

process for which the substance was used or the process which generated the substance;

d) The owner of the materials or hazardous substances so accepted or transported;

e) The quantity of the materials or hazardous substances involved (weight or volume) in each transaction and the total quantity for all transactions;

f) All tests, analyses, and analytical results concerning the materials;

g) The person (s) who selected the CRS Site as the place to which the materials or hazardous substances were to be transported;

h) The amount paid in connection with each transaction, the method of payment, and the identity of the person from whom payment was received;

i) Where the person identified in g., above, intended to have such hazardous substances or materials transported and all evidence of this intent;

j) Whether the materials or hazardous substances involved in each transaction were transshipped through, or were stored or held at, any intermediate site prior to final treatment or disposal;

k) What was actually done to the materials or hazardous substances once they were brought to the CRS Site;

l) The final disposition of each of the materials or hazardous substances involved in such transactions;

m) The measures taken by you to determine the actual methods, means, and site of treatment or disposal of the material and hazardous substance involved in each transaction;

n) The type and number of containers in which the materials or hazardous substances were contained when they were accepted for transport, and subsequently until they were deposited at the CRS Site, and all markings on such containers;

- o) The price paid for (i) transport, (ii) disposal, or (iii) both of each material and hazardous substance;**
- p) All documents containing information responsive to a - o above, or in lieu of identification of all relevant documents, provide copies of all such documents;**
- q) All persons with knowledge, information, documents responsive to a - p above.**

The only information that the Company knows of regarding the Company's involvement with the CRS Site is included in the enclosed documents identified as Exhibits A-C; provided however, that shipments in documents in Exhibits A and B which are shown as consigned to the CRS Site on September 16, 1980 and November 3, 1980, respectively, are shown by the April 21, 1981 document in Exhibit E as disposed of at Chemical Recovery Systems, Inc., 36345 Van Born Road, Romulus, Michigan, 48174.

None of the persons identified in the documents identified as Exhibits A-C are current Company employees. The Company is aware of the address of the following three former employees: Eugene Rogowski, 4009 English Avenue, Erie, PA 16510 (retired) and Donald J. Chludzinski, 4620 Vanessa Lane, Erie, PA 16506 (retired) and Dennis Strawderman, 17324 Radcliffe Place Drive, Wildwood, MO 63025.

- 10. Identify all liability insurance policies held by Respondent from 1960 to the present. In identifying such policies, state the name and address of each insurer and of the insured, the amount of coverage under each policy, the commencement and expiration dates for each policy, whether or not the policy contains a "pollution exclusion" clause, and whether the policy covers or excludes sudden, nonsudden, or both types of accidents. In lieu of providing this information, you may submit complete copies of all relevant insurance policies.**

Exhibit Q attached herein and incorporated by reference, identifies the liability insurance policies copies of which are enclosed herein.

- 11. Provide copies of all income tax returns, including all supporting schedules, sent to the Federal Internal Revenue Service in the last five years.**

Enclosed are the Company's Form 10-K Annual Reports for the past five fiscal years, identified as Form 10-K Annual Report for Year Ending December 31, 2000, Bucyrus International, Inc.; Form 10-K Annual Report for Year Ended December 31, 1999, Bucyrus International, Inc.; Form 10-K Annual Report for Year Ended December 31, 1998, Bucyrus

International, Inc.; Form 10-K annual Report for Year Ended December 31, 1997, Bucyrus International, Inc.; Form 10-K/A Annual Report for Year Ended December 31, 1996 and 1996 Annual Report, Bucyrus International, Inc.

These reports provide information relevant to the Company's current financial condition. To the extent that the enclosed documents do not provide the financial information the U.S. EPA seeks, please contact the Company to discuss the additional information that is needed.

12. If Respondent is a Corporation, respond to the following requests:

a) Provide a copy of the Articles of Incorporation and By-Laws of the Respondent.

Because Bucyrus-Erie Company is no longer in existence, this response assumes that U.S. EPA's request relates to the current operating entity. Enclosed is a copy of Bucyrus International, Inc. Restated Certificate of Incorporation Amended 3/17/98, 12/23/98, identified as Exhibit P, and By-Laws as amended November 5, 1997, December 12, 1998 and August 11, 2000, identified as Exhibit N.

b) Provide Respondent's financial statements for the past five fiscal years, including, but not limited to, those filed with the Internal Revenue Service and Securities and Exchange Commission.

Because Bucyrus-Erie Company is no longer in existence, this response assumes that U.S. EPA's request relates to the current operating entity. Enclosed are the Company's Form 10-K Annual Reports for year ending December 31, 2000, December 31, 1999, December 31, 1998, December 31, 1997 and Form 10-K/A for fiscal year ended December 31, 1996 (1996 Annual Report).

c) Identify all of Respondent's current assets and liabilities and the person(s) who currently own(s) or is (are) responsible for such assets and liabilities.

Because Bucyrus-Erie Company is no longer in existence, this response assumes that U.S. EPA's request relates to the current operating entity. The Company's current assets and liabilities and the person(s) who currently own(s) or is (are) responsible for such assets and liabilities are included in the enclosed Form 10-K Annual Reports.

d) Identify the Parent Corporation and all Subsidiaries of the Respondent.

Because Bucyrus-Erie Company is no longer in existence, this response assumes that U.S. EPA's request relates to the current operating entity. Enclosed is a document identified as Exhibit O which outlines Bucyrus International, Inc.'s corporate structure. Bucyrus International, Inc. is currently substantially wholly-owned by Bucyrus Holdings, LLC

("Holdings") (formerly known as American Industrial Partners Acquisition Company, LLC). Holdings is controlled by American Industrial Partners Capital Fund II, L.P.

13. If Respondent is a Partnership, respond to the following requests:

- a) Provide copies of the Partnership Agreement;
- b) Provide Respondent's financial statements for the past five fiscal years, including, but not limited to, those filed with the Internal Revenue Service and Securities and Exchange Commission;
- c) Identify all of Respondent's current assets and liabilities and the person(s) who currently own(s) or is (are) responsible for such assets and liabilities.
- d) Identify all subsidiaries of the Respondent.

Because Bucyrus International, Inc. is a corporation, it is not required to respond to 13.
(a)-(d).

14. If Respondent is a Trust, respond to the following requests:

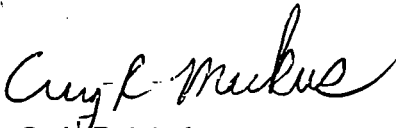
- a) Provide all relevant agreements and documents to support this claim.
- b) Provide Respondent's financial statements for the past five fiscal years, including, but not limited to, those filed with the Internal Revenue Service and Securities and Exchange Commission.
- c) Identify all of Respondent's current assets and liabilities and the person(s) who currently own(s) or is (are) responsible for such assets and liabilities.

Because Bucyrus International, Inc. is a corporation, it is not required to respond to 14.
(a)-(c).

CERTIFICATION

I certify under penalty of law that this document and all attachments were prepared under my direction or supervision in accordance with a system designed to assure that qualified personnel properly gathered and evaluated the information submitted.

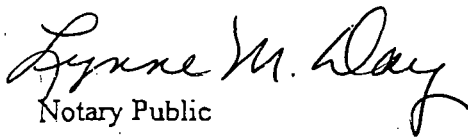
Based upon my inquiry of the person or persons who manage the system, or those persons directly responsible for gathering the information, the information submitted is, to the best of my knowledge and belief, true, accurate, and complete. In addition, the enclosed documents are true and authentic to the best of my knowledge and belief. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment for knowing violations.



Craig R. Mackus
Secretary and Controller
April 27, 2001

State of Wisconsin
County of Milwaukee

Subscribed and sworn to before me this
27th day of April, 2001.



Notary Public

My commission expires February 13, 2005